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**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION**

In re:) Chapter 11
)
CIRCUIT CITY STORES, INC.,) Case No. 08-35653-KRH
et al.,)
)
) Jointly Administered
Debtors.)
_____)

**NOTICE OF MOTION AND NOTICE OF HEARING ON FOURTH INTERIM AND
FINAL FEE APPLICATION OF KIRKLAND & ELLIS LLP FOR
COMPENSATION AND REIMBURSEMENT OF EXPENSES FOR SERVICES
RENDERED AS SPECIAL COUNSEL FOR THE DEBTORS AND DEBTORS IN
POSSESSION FOR THE PERIOD FROM NOVEMBER 10, 2008 THROUGH
NOVEMBER 30, 2009**

PLEASE TAKE NOTICE that on December 15, 2009, Kirkland & Ellis LLP ("K&E"), special counsel to the Debtors, filed its Fourth Interim and Final Fee Application for Compensation and Reimbursement of Expenses (the "Application") for Services Rendered for the Debtors and Debtors in Possession from November 10, 2008 through November 30, 2009 (the "Application Period"). In the Application, K&E seeks final

approval of compensation in the amount of \$363,034.50 and reimbursement of expenses in the amount of \$9,880.33 for services rendered to the Debtors and costs incurred by K&E during the Application Period, which includes \$10,143.50 in fees and \$471.41 for reimbursement of actual and necessary expenses that K&E incurred for the period from August 1, 2009 through November 30, 2009.

Your rights may be affected. You should read these papers carefully and discuss them with your attorney, if you have one in these bankruptcy cases. (If you do not have an attorney, you may wish to consult one.) Pursuant to the Order under Bankruptcy Code Sections 105(a) and 331 Establishing Procedures for Interim Compensation (Docket No. 830) (the "Interim Compensation Order"), parties have twenty (20) days after service of the Application to object thereto. Unless a written response to the Application is filed with the Clerk of the Court and served on the moving party, the trustee and those parties as required by the Order Pursuant to Bankruptcy Code Sections 102 and 105, Bankruptcy Rules 2002 and 9007, and Local Bankruptcy Rules 2002-1 and 9013-1 Establishing Certain Notice, Case Management and Administrative Procedures (entered on November 13, 2008 at Docket No. 130) (the "Case Management Order") on or before twenty (20) days after service of the Application, the Court may deem any opposition waived, treat the Application as conceded, and issue an order granting the requested relief without further notice or hearing. If you do not want the Court to approve the Application, or if you want the Court to consider your views on the Application, then you or you attorney must:

- [X] File with the Court, either electronically or at the address shown below, a written response pursuant to Local Bankruptcy Rule 9013-1(H). If you mail your response to the Court for filing, you must mail it early enough so the Court will **receive it on or before January 4, 2010 at 4:00 p.m. (Eastern Time).**

Clerk of Court
United States Bankruptcy Court
701 East Broad Street, Suite 4000
Richmond, Virginia 23219

- [X] Pursuant to the Case Management Order, you must also serve a copy of any written response and request for hearing by the foregoing date via electronic mail on the following: (i) the Core Group, which includes the Debtors, co-counsel to the Debtors, the Office of the United States Trustee, co-counsel for any committee, counsel to the agents for the Debtors' prepetition lenders, and counsel to the agents for the Debtors' postpetition lenders; (ii) the 2002 List; and (iii) those additional parties as required by the Case Management Order (all of which are defined in the Case Management Order), which can be found at www.kccllc.net/circuitcity.
- [X] Attend a hearing before the Honorable Kevin R. Huennekens, United States Bankruptcy Judge, at 2:00 p.m. (Eastern Time) on January 14, 2010 at the United States Bankruptcy Court, Room 5000, 701 East Broad Street, Richmond, Virginia 23219. If you or your attorney do not attend the hearing, the Court may grant the relief requested in the Application.

If you or your attorney do not take these steps, the Court may decide that you do not oppose the relief sought in the Application and may enter an order granting the relief requested.

Dated: December 15, 2009 SKADDEN, ARPS, SLATE, MEAGHER &
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